

FAEGRE & BENSON LLP
Stephen M. Mertz
Michael M. Krauss (MK-9699)
Abby E. Wilkinson
2200 Wells Fargo Center
90 South Seventh Street
Minneapolis, MN 55402-3901
Telephone: (612) 766-7000
Facsimile: (612) 766-1600

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
In re	:	Chapter 11
	:	
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	:	Case No. 08-13555 (JMP)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----X	:	

BANKRUPTCY RULE 2019 STATEMENT

Faegre & Benson LLP (“Faegre”), 2200 Wells Fargo Center, 90 South Seventh Street, Minneapolis, Minnesota 55402-3901, pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure, makes the following statement in connection with its representation of the following creditors in the above-captioned, jointly administered cases of Lehman Brothers Holdings Inc., (“LBHI”) et al.:

Names and Addresses of Creditors Represented by Faegre

1. Faegre represents the following creditors in the above-captioned bankruptcy cases:

- (a) Wells Fargo Bank, National Association, in its individual capacity, and in its capacity as trustee for the trusts listed on Exhibit A attached to this statement (in such capacities, “Wells Fargo”) located at:

MAC N9311-161
625 Marquette Avenue
Minneapolis, MN 55479
Attn: Mary Sohlberg

- (b) Black River Asset Management in its individual capacity, and on behalf of the entities listed on Exhibit B attached to this statement (in such capacities, “Black River”) located at:

BC-MN-H21R
800 Nicollet Mall
Minneapolis, MN 55402
Attn: Joseph Andersen,
Associate General Counsel and Vice President

- (c) Santa Fe Partners LLC (“Santa Fe”) and each of the funds listed on Exhibit C attached to this statement (the “Funds” and together with Santa Fe, the “Santa Fe Entities”, located at:

1512 Pacheco Street, Ste. D202
Santa Fe, NM 87505
Attn: James Leatherberry

- (d) CVI GVF (Lux) Master S.a.r.l. (“CVI GVF”), located at:

12700 Whitewater Drive, MS 144
Minnetonka, MN 55343
Attn: Brett Stenberg

- (e) Churchill Pacific Asset Management LLC (“Churchill”) and each of the funds listed on Exhibit D attached to this statement (together with Churchill, the “Churchill Entities”), located at:

601 South Figueroa St., Suite 3600
Los Angeles, CA 90017
Attn: John Casparian

- (f) Wells Capital Management Incorporated, in its capacity as investment advisor to Oclaro, Inc., f/k/a Bookham, Inc. (“Wells Capital”), located at:

MAC A0103-101
10th Floor, 525 Market St.
San Francisco, CA 94105-2724
Attn: Geoffrey Moore

Nature of the Claims of the Parties in Interest

2. Faegre represents Wells Fargo in connection with numerous claims against the debtors in the above-captioned cases, including, but not limited to, claims based on derivatives contracts, guarantees, repurchase obligations in connection with various mortgage loans, failure to pay fees and expenses under various agreements, and reimbursement obligations for certain investment losses.

3. Faegre represents Black River in connection with numerous claims against the debtors in the above-captioned cases, including, but not limited to, claims based on derivatives contracts and guarantees.

4. Faegre represents the Santa Fe Entities in connection with numerous claims against LBHI based on LBHI's guarantee of LB Europe's obligations under various brokerage agreements dated as of various date between LB Europe and the Santa Fe Entities.

5. Faegre represents CVI GVF in connection with certain claims against LBHI that CVI GVF acquired from Black River Asia Fund Ltd. These claims arise from LBHI's guarantee of Lehman Brothers International (Europe)'s obligations under that certain Global Master Repurchase Agreement dated September 19, 2006.

6. Faegre represents the Churchill Entities in connection with numerous claims against Lehman Commercial Paper Inc. based on various LSTA Distressed Trade Confirmations.

7. Faegre represents Wells Capital in its capacity as investment advisor in connection with claims against LBHI arising from commercial paper issued by LBHI.

Circumstances in Connection with the Employment of Faegre

8. Wells Fargo is an existing client of Faegre that sought representation of its interests in these chapter 11 cases.

9. Black River is an existing client of Faegre that sought representation of its interests in these chapter 11 cases.

10. Santa Fe is an existing client of Faegre that sought representation of its interests and the interests of the Funds in these chapter 11 cases.

11. CVI GVF is related to CarVal Investors, LLC, which is an existing client of Faegre. CarVal, on behalf of CVI GVF, sought representation of CVI GVF's interest in these chapter 11 cases.

12. Churchill is an existing client of Faegre that sought representation of its interests in these chapter 11 cases.

13. Wells Capital is related to Wells Fargo, an existing client of Faegre, and sought representation of its interests in these chapter 11 cases.

Claims or Interests Owned by Faegre

14. Faegre does not presently own, nor has it previously owned, any claims or interests against any debtor in the above-captioned cases.

FAEGRE & BENSON LLP

Dated: March 11, 2010

/s/ Michael M. Krauss
Stephen M. Mertz
Michael M. Krauss (MK-9699)
Abby E. Wilkinson
2200 Wells Fargo Center
90 South Seventh Street
Minneapolis, MN 55402-3901
Telephone: (612) 766-7000
Facsimile: (612) 766-1600

Exhibit A

Trusts for which Wells Fargo Bank, National Association acts as Trustee

Amortizing Residential Collateral Trust Series 2001-BC1
Amortizing Residential Collateral Trust Series 2002-BC1TAGGS
Amortizing Residential Collateral Trust Series 2002-BC5
Amortizing Residential Collateral Trust Series 2002-BC6
Amortizing Residential Collateral Trust Series 2002-BC8
Amortizing Residential Collateral Trust Series 2002-BC9
Amortizing Residential Collateral Trust Series 2002-BC10
Belle Haven ABS CDO 2005-1 Ltd.
Belle Haven ABS CDO 2006-1 Ltd.
BNC Mortgage Loan Trust 2007-4
Conseco Manufactured Housing Pass-Through Certificates Series 2002-1
Credit Suisse First Boston Mortgage Securities Corp., Series 2004-C5
Credit Suisse First Boston Mortgage Securities Corp., Series 2005-CND2
Encore Credit Corporation Trust Series 2003-1
First Franklin Mortgage Loan Trust Series 2002-FF3
First Franklin Mortgage Loan Trust Series 2003-FF3
First Franklin Mortgage Loan Trust Series 2003-FFB
First Franklin Mortgage Loan Trust Series 2004-FF7
First Franklin Mortgage Loan Trust Series 2006-FF15
First Franklin Mortgage Loan Trust Series 2006-FF17
First Franklin Mortgage Loan Trust Series 2006-FFA
First Franklin Mortgage Loan Trust Series 2006-FFB
First Union Lehman Brothers 1998-C2
IMPAC CMB Trust Series 2005-3
JP Morgan Chase 2006-FL1
LB UBS-Commercial Mortgage Trust 1999-C2
LB UBS-Commercial Mortgage Trust 2004-C2
LB UBS-Commercial Mortgage Trust 2004-C4
LB UBS-Commercial Mortgage Trust 2007-C2
Lehman ABS Mortgage Loan Trust 2004-2
Lehman ABS Mortgage Loan Trust 2007-1
Lehman Mortgage Trust Mortgage Pass-Through Certificates, Series 2006-9
Lehman Mortgage Trust Mortgage Pass-Through Certificates, Series 2007-1
Lehman Mortgage Trust Mortgage Pass-Through Certificates, Series 2007-4
Lehman Mortgage Trust Mortgage Pass-Through Certificates, Series 2007-5
Lehman Mortgage Trust Mortgage Pass-Through Certificates, Series 2007-9
Lehman Mortgage Trust Mortgage Pass-Through Certificates, Series 2008-2
Lehman Mortgage Trust Mortgage Pass-Through Certificates, Series 2008-3
Lehman Mortgage Trust Mortgage Pass-Through Certificates, Series 2008-4
Lehman Mortgage Trust Mortgage Pass-Through Certificates, Series 2008-6
Option One Mortgage Loan Trust 2007-1
ResMAE Mortgage Loan Trust Series 2007-1
Structured Asset Investment Loan Trust Mortgage Pass-Through Certificates Series 2003-BC3
Structured Asset Investment Loan Trust Mortgage Pass-Through Certificates Series 2003-BC4

Structured Asset Investment Loan Trust Mortgage Pass-Through Certificates Series 2003-BC12
Structured Adjustable Rate Mortgage Loan Trust, Series 2004-5
Structured Adjustable Rate Mortgage Loan Trust, Series 2004-10
Structured Adjustable Rate Mortgage Loan Trust, Series 2004-16
Structured Adjustable Rate Mortgage Loan Trust, Series 2004-18
Structured Adjustable Rate Mortgage Loan Trust, Series 2004-20
Structured Adjustable Rate Mortgage Loan Trust, Series 2004-9XS
Structured Adjustable Rate Mortgage Loan Trust, Series 2005-11
Structured Adjustable Rate Mortgage Loan Trust, Series 2005-12
Structured Adjustable Rate Mortgage Loan Trust, Series 2005-14
Structured Adjustable Rate Mortgage Loan Trust, Series 2005-15
Structured Adjustable Rate Mortgage Loan Trust, Series 2005-17
Structured Adjustable Rate Mortgage Loan Trust, Series 2005-20
Structured Adjustable Rate Mortgage Loan Trust, Series 2007-1
Structured Adjustable Rate Mortgage Loan Trust, Series 2007-2
Structured Adjustable Rate Mortgage Loan Trust, Series 2007-3
Structured Adjustable Rate Mortgage Loan Trust, Series 2007-4
Structured Adjustable Rate Mortgage Loan Trust, Series 2007-6
Structured Adjustable Rate Mortgage Loan Trust, Series 2007-11
Structured Adjustable Rate Mortgage Loan Trust, Series 2008-1
SASCO 2008-C2, LLC

Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2001-6
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2001-11
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2001-21A
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2002-5A
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2002-AL1
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2002-BC1
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2002-HF1
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series -HF2
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2002-RM1
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2003-6A
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2003-15A
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2003-17A
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2003-26A
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2003-34A
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2003-S2
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2005-NC2
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2005-S6
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2005-S7
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2006-OPT1
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2007-BC1
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2007-MLN1
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2007-OSI
Structured Asset Securities Corporation Mortgage Pass-Through Certificates Series 2007-SC1

Exhibit B

Black River Entities

Black River Municipal Fund Ltd.
Black River FIRV Opportunity Master Fund Ltd.
Black River Emerging Markets Fixed Income Fund Ltd.
Black River Emerging Markets Credit Fund Ltd.
Black River Fixed Income Relative Value Fund Ltd.
Black River Commodity Fund Ltd.
Black River Commodity Select Fund Ltd.
Black River Global Equity Fund Ltd.
Black River Commodity Energy Fund LLC
Black River Convertible Bonds and Derivatives Fund, Ltd.
Black River EMCO Master Fund Ltd.
Black River Global Investments Fund Ltd.
Black River Global Credit Fund Ltd.
Black River Asia Fund Ltd.

Exhibit C

The Funds

Anasazi Systematic Long Short LP

Anasazi Market Neutral LP

Santa Fe Master Fund SPC for and on behalf of Anasazi Market Neutral 2x, Segregated Portfolio

Anasazi Market Neutral 3x, Segregated Portfolio

Anasazi Systematic Long Short B, Segregated Portfolio

Anasazi Systematic European Long Short C, Segregated Portfolio

Anasazi Japanese Systematic Long Short D, Segregated Portfolio

Anasazi Systematic European Long Short E, Segregated Portfolio

Anasazi Systematic Japanese Long Short F, Segregated Portfolio

Exhibit C

Churchill Entities

Shasta CLO I Ltd.
San Gabriel CLO I Ltd.
Sierra CLO II Ltd.